

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

2002

Note The organization may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2002, or tax year beginning , and ending

6 Check all that apply: ☐ Initial return ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

Use the IRS label ☐ Otherwise, print or type ☐ See Specific Instructions ☐

Name of organization
ROSE-MARIE AND JACK R. ANDERSON FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
16475 DALLAS PARKWAY 735

City or town, state, and ZIP code
ADDISON, TX 75001

A Employer identification number
75-2542403

B Telephone number
(972) 248-7350

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16)
\$ 36,185,753. (Part I, column (d) must be on cash basis)

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received Check <input type="checkbox"/> if the foundation is not required to attach Sch. B	572,694.		N/A	
2	Distributions from split-interest trusts				
3	Interest on savings and temporary cash investments	42,388.	42,388.		STATEMENT 2
4	Dividends and interest from securities	1,330,977.	1,330,977.		STATEMENT 3
5a	Gross rents				
b	(Net rental income or (loss))				
6a	Net gain or (loss) from sale of assets not on line 10	<600,533.>			STATEMENT 1
b	Gross sales price for all assets on line 6a	4,447,201.			
7	Capital gain net income (from Part IV, line 2)		359,536.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	Total. Add lines 1 through 11	1,345,526.	1,732,901.		
13	Compensation of officers, directors, trustees, etc.	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees STMT 4	1,247.	312.		935.
b	Accounting fees STMT 5	3,150.	788.		2,363.
c	Other professional fees STMT 6	96,570.	27,143.		72,428.
17	Interest				
18	Taxes STMT 7	15,000.	0.		0.
19	Depreciation and depletion	226.	0.		
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses STMT 8	2,584.	647.		1,937.
24	Total operating and administrative expenses. Add lines 13 through 23	118,777.	28,890.		77,663.
25	Contributions, gifts, grants paid	1,722,950.			1,722,950.
26	Total expenses and disbursements. Add lines 24 and 25	1,841,727.	28,890.		1,800,613.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	<496,201.>			
b	Net investment income (if negative enter 0)		1,704,011.		
c	Adjusted net income (if negative enter -0-)			N/A	

Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	7,516,510.	6,380,517.	6,380,517.
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 9	19,155,658.	20,334,982.	21,689,054.
	b Investments - corporate stock STMT 10	13,264,073.	12,727,331.	8,113,259.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
14 Land, buildings, and equipment: basis ▶ 24,833. Less: accumulated depreciation STMT 11 ▶ 24,492.	567.	341.		
15 Other assets (describe ▶ STATEMENT 12)	5,487.	2,923.	2,923.	
16 Total assets (to be completed by all filers)	39,942,295.	39,446,094.	36,185,753.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Organizations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	39,942,295.	39,446,094.	
	30 Total net assets or fund balances	39,942,295.	39,446,094.	
31 Total liabilities and net assets/fund balances	39,942,295.	39,446,094.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	39,942,295.
2 Enter amount from Part I, line 27a	2	<496,201.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	39,446,094.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) Part II, column (b), line 30	6	39,446,094.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENTS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 4,447,201.		4,087,665.	359,536.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(j) FMV as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col. (j) over col. (k), if any	
a			
b			
c			
d			
e			359,536.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	359,536.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the organization liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the organization does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2001	1,826,672.	35,668,342.	.0512127
2000	1,944,325.	37,086,480.	.0524268
1999	1,870,823.	39,606,737.	.0472350
1998	1,661,170.	39,402,289.	.0421592
1997	1,100,487.	36,742,218.	.0299516

2 Total of line 1, column (d)	2	.2229853
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.0445971
4 Enter the net value of noncharitable-use assets for 2002 from Part X, line 5	4	35,487,368.
5 Multiply line 4 by line 3	5	1,582,634.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	17,040.
7 Add lines 5 and 6	7	1,599,674.
8 Enter qualifying distributions from Part XII, line 4	8	1,800,613.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)





1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling letter _____ (attach copy of ruling letter if necessary-see instructions)			
b Domestic organizations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	17,040.
c All other domestic organizations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0)		2	0.
3 Add lines 1 and 2		3	17,040.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0)		4	0.
5 Tax based on investment income Subtract line 4 from line 3 If zero or less, enter -0-		5	17,040.
6 Credits/Payments			
a 2002 estimated tax payments and 2001 overpayment credited to 2002	6a	22,045.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	22,045.	
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	26.	
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4,979.	
11 Enter the amount of line 10 to be Credited to 2003 estimated tax <input checked="" type="checkbox"/> 4,979. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the organization attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the organization in connection with the activities		X
c Did the organization file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the organization <input checked="" type="checkbox"/> \$ 0. (2) On organization managers <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on organization managers <input checked="" type="checkbox"/> \$ 0.		
2 Has the organization engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the organization made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		
7 Did the organization have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV		
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> TEXAS		
b If the answer is "Yes" to line 7, has the organization furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation		
9 Is the organization claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2002 or the taxable year beginning in 2002 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X
11 Did the organization comply with the public inspection requirements for its annual returns and exemption application? Web site address <input checked="" type="checkbox"/> N/A	X	
12 The books are in care of <input checked="" type="checkbox"/> NEIL R. ANDERSON Telephone no <input checked="" type="checkbox"/> 972-248-7350 Located at <input checked="" type="checkbox"/> 16475 DALLAS PARKWAY, SUITE 735, ADDISON, TX ZIP+4 <input checked="" type="checkbox"/> 75001		
13 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax exempt interest received or accrued during the year <input checked="" type="checkbox"/> 13 N/A		

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies

	Yes	No
1a During the year did the organization (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception: Check "No" if the organization agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 19 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here  <input type="checkbox"/>	1b	X
c Did the organization engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2002?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the organization was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2002, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2002? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years  _____, _____, _____		
b Are there any years listed in 2a for which the organization is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here  _____, _____, _____		
3a Did the organization hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2002 as a result of (1) any purchase by the organization or disqualified persons after May 26, 1969, (2) the lapse of the 5 year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10, 15, or 20 year first phase holding period? (Use Schedule C, Form 4720, to determine if the organization had excess business holdings in 2002.) N/A	3b	
4a Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the organization make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2002?	4b	X
5a During the year did the organization pay or incur any amount to		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here  <input type="checkbox"/> N/A	5b	
c If the answer is "Yes" to question 5a(4), does the organization claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A <input type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945-5(d)		
6a Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If you answered "Yes" to 6b, also file Form 8870	6b	X

Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1) If none, enter "NONE "

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

3 Five highest-paid independent contractors for professional services If none, enter "NONE "

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
CALVER FUND, INC. 16475 DALLAS PARKWAY, STE 735, ADDISON, TX 75001	MANAGEMENT FEES	96,000.

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions.	
3	
Total Add lines 1 through 3	0.

Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see instructions)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1a	28,826,736.
b Average of monthly cash balances	1b	7,193,002.
c Fair market value of all other assets	1c	8,047.
d Total (add lines 1a, b, and c)	1d	36,027,785.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	36,027,785.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	540,417.
5 Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V, line 4	5	35,487,368.
6 Minimum investment return Enter 5% of line 5	6	1,774,368.

Part XI Distributable Amount (see instructions) (Section 4942(i)(3) and (i)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1 Minimum investment return from Part X, line 6	1	1,774,368.
2a Tax on investment income for 2002 from Part VI, line 5	2a	17,040.
b Income tax for 2002 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	17,040.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	1,757,328.
4a Recoveries of amounts treated as qualifying distributions	4a	0.
b Income distributions from section 4947(a)(2) trusts	4b	0.
c Add lines 4a and 4b	4c	0.
5 Add lines 3 and 4c	5	1,757,328.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	1,757,328.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,800,613.
b Program-related investments - Total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,800,613.
5 Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	17,040.
6 Adjusted qualifying distributions Subtract line 5 from line 4	6	1,783,573.

Note The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2001	(c) 2001	(d) 2002
1 Distributable amount for 2002 from Part XI, line 7				1,757,328.
2 Undistributed income, if any, as of the end of 2001				
a Enter amount for 2001 only			1,671,007.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2002				
a From 1997				
b From 1998				
c From 1999				
d From 2000				
e From 2001				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2002 from Part XII, line 4 ▶ \$ 1,800,613.				
a Applied to 2001, but not more than line 2a			1,671,007.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2002 distributable amount				129,606.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2002 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below	0.			
a Corpus: Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income: Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2001: Subtract line 4a from line 2a. Taxable amount - see instructions			0.	
f Undistributed income for 2002: Subtract lines 4d and 5 from line 1. This amount must be distributed in 2003				1,627,722.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3)	0.			
8 Excess distributions carryover from 1997 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2003. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 1998				
b Excess from 1999				
c Excess from 2000				
d Excess from 2001				
e Excess from 2002				

N/A

- b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (e) Total**

- (4) Gross investment income**

2002.05000 ROSE-MARIE AND JACK R. ANDE 70230-I1

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED SCHEDULE				1,722,950.
Total				▶ 3a 1,722,950.
b Approved for future payment				
NONE				
Total				▶ 3b 0.

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | Yes | No |
|----------|--|-----|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting organization to a noncharitable exempt organization of: | | |
| | (1) Cash | | X |
| | (2) Other assets | | X |
| b | Other Transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| | (6) Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting organization. If the organization received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the organization directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
	N/A	

Under penalties of perjury I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Paid Preparer's Use Only	Signature of officer or trustee <i>[Signature]</i>		Date 5/9/03	Title President
	Preparer's signature <i>[Signature]</i>	Date 5/6/03	Check if self-employed <input type="checkbox"/>	Preparer's SSN or PTIN
Firm's name (or yours if self-employed) WEAVER AND TIDWELL, L.L.P.			EIN	
address and ZIP code 12221 MERIT DRIVE, SUITE 1400 DALLAS, TEXAS 75251			Phone no (972) 490-1970	

Schedule B
(Form 990, 990-EZ, or
990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

Supplementary Information for
line 1 of Form 990, 990-EZ, and 990-PF (see instructions)

OMB No 1545-0047

2002

Name of organization

ROSE-MARIE AND JACK R. ANDERSON
FOUNDATION

Employer identification number

75-2542403

Organization type (check one)

Filers of

Section

Form 990 or 990-EZ

- ☐ 501(c)() (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule** (Note Only a section 501(c)(7), (8), or (10) organization can check box(es) for both the General Rule and a Special Rule-see instructions)

General Rule-

- ☒ For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor (Complete Parts I and II)

Special Rules-

- ☐ For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of \$5,000 or 2% of the amount on line 1 of these forms (Complete Parts I and II)
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals (Complete Parts I, II, and III)
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000 (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the Parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year) ► \$ _____

Caution Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they must check the box in the heading of their Form 990, Form 990-EZ, or on line 1 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

LHA For Paperwork Reduction Act Notice, see the Instructions
for Form 990 and Form 990-EZ

Schedule B (Form 990, 990-EZ, or 990-PF) (2002)

Name of organization

ROSE-MARIE AND JACK R. ANDERSON
FOUNDATION

Employer identification number

75-2542403

Part I Contributors (See Specific Instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	MR. & MRS. JACK R. ANDERSON 16475 DALLAS PARKWAY, SUITE 735 ADDISON, TX 75001	\$ 415,447.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	MR. & MRS. JACK R. ANDERSON 16475 DALLAS PARKWAY, SUITE 735 ADDISON, TX 75001	\$ 157,247.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
0		\$	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
0		\$	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

ROSE-MARIE AND JACK R. ANDERSON
FOUNDATION

Employer identification number

75-2542403

Part II Noncash Property (See Specific Instructions)

(a) No from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	14,595 SHARES PACIFICARE COMMON STOCK	\$ 415,447.	12/19/02
2	SEE ATTACHED	\$ 157,247.	08/28/02
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a REDEMPTION OF 2000 UNITS 5/02 FHLB 6.615% BOND		P	05/09/97	05/08/02
b SALE OF 2000 UNITS 4/09 FNMA 6.5% BOND		P	01/26/01	04/29/02
c SALE OF 964 SHS AETNA		P	12/20/00	09/17/02
d SALE OF 555 SHS AMERISOURCE BERGEN CORP		P	03/21/90	09/17/02
e SALE OF 106 SHS ANTHEM		P	01/30/97	09/17/02
f SALE OF 200 SHS COVENTRY		P	08/12/91	09/17/02
g SALE OF 372 SHS FIRST HEALTH GROUP CORP		P	04/26/90	09/17/02
h SALE OF 225 SHS HEALTH CARE SVCS GROUP		P	02/04/87	09/17/02
i SALE OF 295 SHS HEALTH NET INC		P	11/22/91	09/17/02
j SALE OF 600 SHS HEALTHSOUTH CORP		P	04/07/87	09/17/02
k SALE OF 156 SHS LIFEPOINT HOSPS INC		P	08/10/94	09/17/02
l SALE OF 800 SHS OXFORD HEALTH PLANS INC		P	04/01/92	09/17/02
m SALE OF 10000 PHSY 6/99		P	06/30/99	02/11/02
n SALE OF 156 SHS TRIAD HOSPS		P	08/10/94	09/17/02
o SALE OF 100 SHS TRIGON		P	01/30/97	08/26/02

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,000,000.		2,000,630.	<630.>
b 2,000,000.		2,006,292.	<6,292.>
c 36,730.		33,499.	3,231.
d 39,667.		14,821.	24,846.
e 7,258.		1,300.	5,958.
f 6,390.		1,739.	4,651.
g 9,765.		1,737.	8,028.
h 2,573.		1,411.	1,162.
i 6,585.		2,452.	4,133.
j 2,365.		1,224.	1,141.
k 4,597.		1,096.	3,501.
l 33,092.		2,139.	30,953.
m 200,094.		18,083.	182,011.
n 6,054.		1,242.	4,812.
o 3,000.			3,000.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			<630.>
b			<6,292.>
c			3,231.
d			24,846.
e			5,958.
f			4,651.
g			8,028.
h			1,162.
i			4,133.
j			1,141.
k			3,501.
l			30,953.
m			182,011.
n			4,812.
o			3,000.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c)
If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P Purchase D Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a EXPIRED CALLS 20000 PHSY 8/02		P	05/01/02	08/17/02
b				
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 89,031.			89,031.
b			
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			89,031.
b			
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	359,536.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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990-PF

Asset No	Description	Date Acquired			Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Amount Of Depreciation
1	ORGANIZATIONAL COSTS	06	13	94	248	60M	42	22,864.			22,864.	22,864.		0.
2	OFFICE EQUIPMENT	04	15	99	200DB	5.00	17	985.			985.	701.		113.
3	OFFICE EQUIPMENT	06	15	99	200DB	5.00	17	984.			984.	701.		113.
	* TOTAL 990-PF PG 1 DEPR & AMORT							24,833.		0.	24,833.	24,266.	0.	226.

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
REDEMPTION OF 2000 UNITS 5/02 FHLB 6.615% BOND	PURCHASED	05/09/97	05/08/02

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,000,000.	2,000,630.	0.	0.	<630.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
SALE OF 2000 UNITS 4/09 FNMA 6.5% BOND	PURCHASED	01/26/01	04/29/02	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,000,000.	2,006,292.	0.	0.	<6,292.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
SALE OF 964 SHS AETNA	PURCHASED	12/20/00	09/17/02	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
36,730.	40,478.	0.	0.	<3,748.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
SALE OF 555 SHS AMERISOURCE BERGEN CORP	PURCHASED	03/21/90	09/17/02		
	39,667.	39,660.	0.	0.	7.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
SALE OF 106 SHS ANTHEM	PURCHASED	01/30/97	09/17/02		
	7,258.	6,540.	0.	0.	718.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
SALE OF 200 SHS COVENTRY	PURCHASED	08/12/91	09/17/02		
	6,390.	5,925.	0.	0.	465.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
SALE OF 372 SHS FIRST HEALTH GROUP CORP	PURCHASED	04/26/90	09/17/02		
	9,765.	9,750.	0.	0.	15.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
SALE OF 225 SHS HEALTH CARE SVCS GROUP	PURCHASED	02/04/87	09/17/02		
	2,573.	2,713.	0.	0.	<140.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
SALE OF 295 SHS HEALTH NET INC	PURCHASED	11/22/91	09/17/02		
	6,585.	6,720.	0.	0.	<135.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
SALE OF 600 SHS HEALTHSOUTH CORP	PURCHASED	04/07/87	09/17/02		
	2,365.	3,384.	0.	0.	<1,019.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
SALE OF 156 SHS LIFEPOINT HOSPS INC	PURCHASED	08/10/94	09/17/02		
	4,597.	4,734.	0.	0.	<137.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
SALE OF 800 SHS OXFORD HEALTH PLANS INC	PURCHASED	04/01/92	09/17/02		
	33,092.	31,676.	0.	0.	1,416.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
SALE OF 10000 PHSY 6/99	PURCHASED	06/30/99	02/11/02		
	200,094.	883,567.	0.	0.	<683,473.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
SALE OF 156 SHS TRIAD HOSPS	PURCHASED	08/10/94	09/17/02		
	6,054.	5,665.	0.	0.	389.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
SALE OF 100 SHS TRIGON	PURCHASED	01/30/97	08/26/02		
	3,000.	0.	0.	0.	3,000.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
EXPIRED CALLS 20000 PHSY 8/02	PURCHASED	05/01/02	08/17/02	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
89,031.	0.	0.	0.	89,031.
CAPITAL GAINS DIVIDENDS FROM PART IV				0.
TOTAL TO FORM 990-PF, PART I, LINE 6A				<600,533.>

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
MERRILL LYNCH	42,388.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	42,388.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DREYFUS CM	75,365.	0.	75,365.
LESS PURCHASED INTEREST: 07/06			
FHLMC 5.5%	<26,431.>	0.	<26,431.>
LESS PURCHASED INTEREST: 08/03			
FNMA 4.0%	<7,889.>	0.	<7,889.>
LESS PURCHASED INTEREST: 08/08			
FFCB 5.9%	<3,114.>	0.	<3,114.>
LESS PURCHASED INTEREST: 11/03			
FHLMC 6.375%	<29,042.>	0.	<29,042.>
LESS PURCHASED INTEREST: 11/03			
FHLMC 6.375%	<30,635.>	0.	<30,635.>
LESS PURCHASED INTEREST: 11/03			
FNMA 4.75%	<22,826.>	0.	<22,826.>
MERRILL LYNCH	25,603.	0.	25,603.
MERRILL LYNCH	1,295,335.	0.	1,295,335.
SHEARMAN RALSTON	488.	0.	488.
VANGUARD S&P 500 INDEX	54,123.	0.	54,123.
TOTAL TO FM 990-PF, PART I, LN 4	1,330,977.	0.	1,330,977.

FORM 990-PF	LEGAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL FEES	1,247.	312.		935.	
TO FM 990-PF, PG 1, LN 16A	1,247.	312.		935.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING SERVICES	3,150.	788.		2,363.	
TO FORM 990-PF, PG 1, LN 16B	3,150.	788.		2,363.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MANAGEMENT FEES	96,000.	27,000.		72,000.	
INVESTMENT EXPENSES - SHEARMAN RALSTON, INC.	0.	0.		0.	
CONSULTING FEES	570.	143.		428.	
OTHER CONTRACT SERVICES	0.	0.		0.	
TO FORM 990-PF, PG 1, LN 16C	96,570.	27,143.		72,428.	

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
EXCISE TAX ON INVESTMENT INCOME	15,000.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	15,000.	0.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MISCELLANEOUS	378.	95.		283.	
MEALS	99.	25.		74.	
TRAVEL	2,107.	527.		1,580.	
TO FORM 990-PF, PG 1, LN 23	2,584.	647.		1,937.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	9
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
8/03 FFCB 6.55%	X		1,000,005.	1,033,130.	
10/03 FNMA 5.45%	X		935,005.	1,031,880.	
02/05 FHLB 5.92%	X		1,011,255.	1,082,500.	
02/06 FHLM 6.13%	X		1,020,318.	1,117,500.	
02/08 FNMA 5.75%	X		1,008,915.	1,120,310.	
02/04 FNMA 5.125%	X		939,029.	1,041,880.	
05/07 FNMA 7.50%	X		1,012,787.	1,082,810.	
10/07 FFCB 6.8%	X		1,021,187.	1,168,440.	
06/05 TVA 6.375%	X		1,042,816.	1,099,760.	
07/04 FHLMC 6.25%	X		1,034,026.	1,065,894.	
01/06 FFCB 5.625%	X		1,007,343.	1,098,750.	
02/06 FNMA 5.5%	X		1,019,810.	1,093,750.	
08/07 FHLB 6.75%	X		1,060,580.	1,161,560.	

07/08 FHLB 5.84%	X	999,981.	1,128,440.
08/08 FFCB 5.9%	X	1,035,679.	1,129,000.
08/03 FNMA 4.00%	X	1,016,947.	1,016,880.
11/03 FNMA 4.75%	X	1,030,737.	1,029,690.
11/03 FNMA 6.375%	X	2,107,361.	2,087,500.
07/06 FHLMC 5.5%	X	1,031,201.	1,099,380.
TOTAL U.S. GOVERNMENT OBLIGATIONS		20,334,982.	21,689,054.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			
TOTAL TO FORM 990-PF, PART II, LINE 10A		20,334,982.	21,689,054.

FORM 990-PF	CORPORATE STOCK	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
S&P 500 INDEX	2,464,507.	3,263,044.
92,529 SHARES OF PHSY COMMON	8,175,558.	2,600,065.
43,395 SHARES OF PROTECTIVE LIFE COMMON	1,495,500.	1,194,230.
25,000 SHARES OF PHSY COMMON	299,063.	702,500.
PHSY CALL 1/18/03	<26,545.>	<31,500.>
PHSY CALL 2/22/03	<47,854.>	<17,200.>
PHSY CALL 2/22/03	<48,345.>	<8,000.>
14,595 SHARES PHSY JRMA 1988	415,447.	410,120.
TOTAL TO FORM 990-PF, PART II, LINE 10B	12,727,331.	8,113,259.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	11
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
ORGANIZATIONAL COSTS	22,864.	22,864.	0.
OFFICE EQUIPMENT	985.	814.	171.
OFFICE EQUIPMENT	984.	814.	170.
TOTAL TO FM 990-PF, PART II, LN 14	24,833.	24,492.	341.

FORM 990-PF	OTHER ASSETS	STATEMENT	12
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
MISCELLANEOUS RECEIVABLES	2,923.	2,923.	
TOTAL TO FORM 990-PF, PART II, LINE 15	2,923.	2,923.	

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	13
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JACK R. ANDERSON 16475 DALLAS PARKWAY, SUITE 735 ADDISON, TX 75001	DIR 1	0.	0.	0.
ROSE-MARIE ANDERSON 16475 DALLAS PARKWAY, SUITE 735 ADDISON, TX 75001	DIR, SECR .25	0.	0.	0.
NEIL R. ANDERSON 16475 DALLAS PARKWAY, SUITE 735 ADDISON, TX 75001	DIR, PRES, TR 25	0.	0.	0.
BARBARA ANDERSON MCDONALD 16475 DALLAS PARKWAY, SUITE 735 ADDISON, TX 75001	DIR, ASST SEC .25	0.	0.	0.
GAIL ANDERSON CANIZARES 16475 DALLAS PARKWAY, SUITE 735 ADDISON, TX 75001	DIR, ASST TR .25	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 14

NAME OF MANAGER

JACK R. ANDERSON
ROSE-MARIE ANDERSON

Underpayment of Estimated Tax by Corporations

▶ See separate instructions
▶ Attach to the corporation's tax return

FORM 990-PF

2002

Name ROSE-MARIE AND JACK R. ANDERSON
FOUNDATIONEmployer identification number
75-2542403

Note In most cases, the corporation does not need to file Form 2220 (See Part I below for exceptions.) The IRS will figure any penalty owed and bill the corporation. If the corporation does not need to file Form 2220, it may still use it to figure the penalty. Enter the amount from line 34 on the estimated tax penalty line of the corporation's income tax return, but do not attach Form 2220.

Part I Reasons For Filing - Check the boxes below that apply to the corporation. If any boxes are checked, the corporation must file Form 2220, even if it does not owe the penalty. If the box on line 1 or line 2 applies, the corporation may be able to lower or eliminate the penalty.

- 1 ☐ The corporation is using the annualized income installment method
 2 ☐ The corporation is using the adjusted seasonal installment method
 3 ☐ The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Part II Figuring the Underpayment

4	Total tax (see instructions)	4	17,040.
5a	Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 4	5a	
5b	Look-back interest included on line 4 under section 460(b)(2) for completed long-term contracts or of section 167(g) for property depreciated under the income forecast method	5b	
5c	Credit for Federal tax paid on fuels (see instructions)	5c	
5d	Total. Add lines 5a through 5c	5d	
6	Subtract line 5d from line 4. If the result is less than \$500, do not complete or file this form. The corporation does not owe the penalty.	6	17,040.
7	Enter the tax shown on the corporation's 2001 income tax return. Caution: If zero or the tax year was for less than 12 months, skip this line and enter the amount from line 6 on line 8.	7	15,305.
8	Enter the smaller of line 6 or line 7. If the corporation is required to skip line 7, enter the amount from line 6.	8	15,305.

	(a)	(b)	(c)	(d)
9	05/15/02	06/15/02	09/15/02	12/15/02
10	3,826.	3,827.	3,826.	3,826.
11	7,045.			15,000.
12		3,219.		
13		3,219.		15,000.
14			608.	4,434.
15	7,045.	3,219.	0.	10,566.
16		0.	608.	
17		608.	3,826.	
18	3,219.			

Complete Part III on page 2 to figure the penalty. If there are no entries on line 17, no penalty is owed.

Part III Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 3rd month after the close of the tax year, whichever is earlier (see instructions) (Form 990-PF and Form 990-T filers Use 5th month instead of 3rd month)				
20 Number of days from due date of installment on line 9 to the date shown on line 19				
21 Number of days on line 20 after 4/15/2002 and before 1/1/2003				
22 Underpayment on line 17 x $\frac{\text{Number of days on line 21} \times 6\%}{365}$	\$	\$	\$	\$
23 Number of days on line 20 after 12/31/2002 and before 4/1/2003				
24 Underpayment on line 17 x $\frac{\text{Number of days on line 23} \times 5\%}{365}$	\$	\$	\$	\$
25 Number of days on line 20 after 3/31/2003 and before 7/1/2003				
26 Underpayment on line 17 x $\frac{\text{Number of days on line 25} \times 4\%}{365}$	\$	\$	\$	\$
27 Number of days on line 20 after 6/30/2003 and before 10/1/2003	SEE ATTACHED WORKSHEET			
28 Underpayment on line 17 x $\frac{\text{Number of days on line 27} \times 4\%}{365}$	\$	\$	\$	\$
29 Number of days on line 20 after 9/30/2003 and before 1/1/2004				
30 Underpayment on line 17 x $\frac{\text{Number of days on line 29} \times 4\%}{365}$	\$	\$	\$	\$
31 Number of days on line 20 after 12/31/2003 and before 2/16/2004				
32 Underpayment on line 17 x $\frac{\text{Number of days on line 31} \times 4\%}{366}$	\$	\$	\$	\$
33 Add lines 22, 24, 26, 28, 30, and 32	\$	\$	\$	\$
34 Penalty Add columns (a) through (d), of line 33. Enter the total here and on Form 1120, line 33, Form 1120 A, line 29, or the comparable line for other income tax returns				34 \$ 26.

* For underpayments paid after March 31, 2003. For lines 26, 28, 30 and 32, use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS Web Site at www.irs.gov. You can also call 1-800-829-1040 to get interest rate information.

JWA

Form 2220 (2002)

**FORM 990-PF
UNDERPAYMENT OF ESTIMATED TAX WORKSHEET**

Name(s) ROSE-MARIE AND JACK R. ANDERSON FOUNDATION					Identifying Number 75-2542403
(A) *Date	(B) Amount	(C) Adjusted Balance Due	(D) Number Days Balance Due	(E) Daily Penalty Rate	(F) Penalty
		-0-			
05/15/02	3,826.	3,826.			
05/15/02	<7,045.>	<3,219.>			
06/15/02	3,827.	608.	92	.000164384	9.
09/15/02	3,826.	4,434.	24	.000164384	17.
10/09/02	<10,000.>	<5,566.>			
12/12/02	<5,000.>	<10,566.>			
12/15/02	3,826.	<6,740.>			
12/31/02	0.	<6,740.>	135	.000136986	
Penalty Due (Sum of Column F)					26.

* Date of estimated tax payment, withholding
credit date or installment due date

ROSE-MARIE AND JACK R ANDERSON FOUNDATION
SCHEDULE OF DONATED SECURITIES
RECEIVED FROM JACK ANDERSON
ON AUGUST 28, 2002

75-2542403

ATTACHMENT TO 2002 FORM 990PF - SCHEDULE B

DESCRIPTION	NUMBER OF SHARES	FMV PER SHARE ON 8/28/02	FMV OF DONATION
AMERISOURCE BERGEN CORP	555	71 46	39,660 30
AETNA INC	964	41 99	40,478 36
ANTHEM INC	106	61 705	6,540 73
COVENTRY HEALTH CARE INC	200	29 625	5,925 00
FIRST HEALTH CARE GROUP	372	26 21	9,750 12
HEALTH NET INC	295	22 78	6,720 10
HEALTHSOUTH CORP	600	5 64	3,384 00
HEALTH CARE SERVICES GROUP	225	12 06	2,713 50
LIFEPOINT HOSPS INC	156	30 345	4,733 82
OXFORD HEALTH PLANS INC	800	39 595	31,676 00
TRIAD HOSPS INC	156	36 315	5,665 14
			<u>157,247 07</u>

**Anderson Foundation
YEAR 2002**

	<u>STATUS</u>	<u>PURPOSE</u>	<u>RELATIONSHIP</u>	<u>2002 DONATION</u>
America's Promise 909 N. Washington St., Ste 400 Alexandria, VA 22314-1556	Public	Health Educ Welfare	None	\$10,000
AmeriCares 161 Cherry Street New Canaan, CT 06840	Public	Health	None	2,000
Beta Gamma Sigma Sch. Fd. 11701 Borman Drive, Ste 320 St. Louis, MO 63146	Public	Education	None	1,000
Big Brothers and Big Sisters Of America 230 North 13 th Street Philadelphia, PA 19107	Public	Health, Educ. Welfare	None	2,000
Black Mountain Conservancy P O Box 7192 Cave Creek, AZ 85327	Public	Environment	None	5,000
Boys and Girls Club of Amer. 1230 West Peachtree St, NW Atlanta, GA 30309	Public	Health, Educ. Welfare	None	2,000
Catholic Charities USA 1731 King Street, #200 Alexandria, VA 22314	Public	Health, Educ. Welfare	None	2,000
Center for the Arts Development Office 3001 Riverside Park Drive Vero Beach, FL 32963-1807	Public	Education	None	1,500
Children First America 901 McCain Road, Ste 802 P O Box 330 Bentonville, AR 72712	Public	Education	None	25,000

ROSE-MARIE AND JACK R. ANDERSON FOUNDATION
75-2542403
ATTACHMENT TO 2002 FORM 990PF - PAGE 10 PART XV
STATEMENT 15

Children's Education Fund P O Box 225748 Dallas, TX 75222-5748	Public	Education	None	25,000
Children's Scholarship Fund 7 West 57 th Street New York, NY 10019-3404	Public	Education	None	250,000
Cleveland Clinic 9500 Euclid Avenue (T-40) Cleveland, OH 44195	Public	Medicine	None	5,000
Collings Foundation Box 248 137 Barton Road Stow, MA 01775	Public	Education	None	5,000
Commonweal Foundation 10770 Columbia Pike, Ste 100 Silver Spring, MD 20901	Public	Education	None	30,000
Dallas Opera 3102 Oak Lawn Ave., Ste 450 Dallas, TX 75219	Public	The Arts	None	5,000
Desert Foothills Land Trust P O Box 4861 Cave Creek, AZ 85327	Public	Environment	None	5,000
Family of God at Woodmont Hills (Mark Burress Children's Library) 3710 Franklin Road Nashville, TN 37204-3506	Public	Education	None	5,000
Fdn for Teaching Economics 260 Russell Blvd, Ste B Davis, CA 95616	Public	Education	None	10,000
Floridians for School Choice 1000 Brickell Avenue, Suite 900 Miami, FL 33131	Public	Education	None	10,000
Foothills Community Fdn P O Box 5713 Carefree, AZ 85377	Public	Comm Service Educ., Culture	None	1,000

ROSE-MARIE AND JACK R ANDERSON FOUNDATION
75-2542403
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STATEMENT 15

FRAXA Research Foundation 45 Pleasant Street Newburyport, MA 01950	Public	Health Educ Welfare	None	1,000
Fred Hutchinson Cancer Res. 1124 Columbia Street Seattle, WA 98104	Public	Medicine	None	5,000
George Mason University Fdn 3301 N. Fairfax Drive, Ste 450 Arlington, VA 22201-4433	Public	Education	None	5,000
Goodwill Industries of Wayne and Holmes Counties, Inc. 1034 Nold Avenue P O Box 1188 Wooster, OH 44691	Public	Health Educ Welfare	None	10,000
Greenwich Land Trust P O Box 1152 Greenwich, CT 06836	Public	Environment	None	1,000
Greenwich Library 101 W. Putnam Avenue Greenwich, CT 06830	Public	Literacy	None	4,000
Heard Museum 22 East Monte Vista Road Phoenix, AZ 85004	Public	Education	None	5,000
Heritage Foundation 214 Massachusetts Ave., NE Washington, DC 20002-4999	Public	Education	None	5,000
Hoover Institution Stanford University Stanford, CA 94305	Public	Education	None	375,000
Houston CEO Foundation 952 Echo Lane, Suite 350 Houston, TX 77024	Public	Education	None	10,000

ROSE-MARIE AND JACK R ANDERSON FOUNDATION
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STATEMENT 15

Indian River Habitat for Humanity 2345 18 th Avenue Vero Beach, FL 32960	Public	Welfare	None	10,000
Indian River Hospital Fdn 1000 36 th Street Vero Beach, FL 32960	Public	Health	None	5,000
Indian River Mem Hosp- Gifford Health Ctr Fund 3730 Seventh Terrace, Ste 204B Vero Beach, FL 32960	Public	Health	None	25,000
John Hopkins-Brady Urol. Inst. James Buchanan Brady Urological Institute 1620 McElderry Street Baltimore, MD 21205-1911	Public	Medicine	None	5,000
Judicial Watch, Inc. 501 School Street, SW, Ste 500 Washington, DC 20024	Public	Education	None	1,000
Kappa Delta Scholarship Fd 3205 Players Lane Memphis, TN 38125	Public	Education	None	10,000
Kidd's Kids 220 Las Colinas Blvd, Ste C210 Las Colinas, TX 75039	Public	Health	None	1,000
Marjann Dadakis Spanish Sch. c/o Greenwich Education Assoc. 132 E. Putnam Avenue, Ste E Cos Cob, CT 06807	Private	Education	None	2,000
Mayo Foundation 13400 East Shea Boulevard Scottsdale, AZ 85259	Public	Health	None	10,000
MD Anderson Cancer Center 1515 Holcombe Boulevard Houston, TX 77030-4095	Public	Health	None	5,000

ROSE-MARIE AND JACK R ANDERSON FOUNDATION
75-2542403
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STATEMENT 15

Memorial Sloan-Kettering 1275 York Avenue New York, NY 10021	Public	Health	None	5,000
Metropolitan Museum of Art 1000 Fifth Avenue New York, NY 10028	Public	The Arts	None	6,450
Miami Univ. School of Bus. 104 Laws Hall Oxford, OH 45056	Public	Education	None	280,000
Milton & Rose D. Friedman Fdn One American Square Box 82078 Indianapolis, IN 46282	Public	Education	None	200,000
Nathan Hale Alumni Fdn P O Box 471232 Tulsa, OK 74147	Public	Education	None	1,000
National Acad Sci, Engr & Institute of Medicine 2101 Constitution Ave., NW Washington, DC 20418	Public	Medicine	None	50,000
National Ctr for Policy Analysis 12655 N. Central Expy, Ste 720 Dallas, TX 75243	Public	Health, Educ Welfare	None	25,000
National Museum of Women In The Arts 1250 New York Avenue, NW Washington, DC 20005	Public	The Arts	None	1,000
Nature Conservancy of Alaska 421 West First Avenue, Ste 200 Anchorage, AK 99501	Public	Environment	None	1,000
Naval War College Fdn Naval War College 686 Cushing Road Newport, RI 02841	Public	Education	None	1,000

ROSE-MARIE AND JACK R. ANDERSON FOUNDATION
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Navy League of the U.S. 2300 Wilson Boulevard Arlington, VA 22201	Public	Education	None	1,000
New York Presbyterian Hosp. 161 Fort Washington Avenue New York, NY 10032	Public	Health	None	5,000
Oklahoma State Univ Fdn P O Box 1749 Stillwater, OK 74076	Public	Education	None	1,000
Pathways, Inc. 175 Milbank Avenue Greenwich, CT 06830	Public	Mental Illness	None	20,000
Public Education Partnersp, Inc. P O Box 5028 Carefree, AZ 85377	Public	Education	None	20,000
Radio America c/o Star Parker P O Box 96848 Washington, DC 20090-6848	Public	Education	None	1,000
Reformed Church of Bronxville P O Box 397 Bronxville, NY 10708	Public	Education	None	5,000
Riverside Theatre, Inc P O Box 3788 Vero Beach, FL 32964	Public	The Arts	None	1,000
Special Equestrians of the Treasure Coast P O Box 3142 Vero Beach, FL 32964	Public	Health, Educ Welfare	None	1,000
Spencer Fd f Head & Neck Cancer Research c/o NYU Medical Center Office of Development One Park Avenue, 9 th Floor New York, NY 10016	Public	Health	None	10,000

ROSE-MARIE AND JACK R ANDERSON FOUNDATION
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Susan G. Komen Fdn 5005 LBJ Freeway, Ste 250 Dallas, TX 75244	Public	Medicine	None	1,000
The Family Place P O Box 7999 Dallas, TX 75209	Public	Health, Welfare	None	1,000
Time to Rise Program Harpeth Hall School 3801 Hobbs Road Nashville, TN 37215	Public	Education	None	2,000
Utd Methodist Children's Home 1033 High Street Worthington, OH 43058	Public	Health, Educ Welfare	None	10,000
University Heart Ctr-Tucson 1501 N. Campbell Avenue Tuscon, AZ 85724	Public	Education	None	5,000
Vanderbilt University 2201 West End Avenue Nashville, TN 37203-9977	Public	Health	None	2,000
Vanguard Charitable Endowmt Fund P O Box 3075 Southeastern, PA 19398-9917	Public	Health, Educ Welfare	None	170,000 <u>1,722,950</u>